

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Ray C. Schrock, P.C.
Garrett A. Fail
Sunny Singh
Jared R. Friedmann

*Attorneys for Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:
	:
	Case No. 18-23538 (RDD)
	:
Debtors.¹	:
	(Jointly Administered)
-----X	

**NOTICE OF AMENDED AGENDA OF MATTERS SCHEDULED FOR HEARING
TO BE CONDUCTED THROUGH ZOOM ON AUGUST 31, 2022 AT 10:00 A.M.**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York,
before the Honorable Robert D. Drain, United States Bankruptcy Judge,
300 Quarropas Street, White Plains, New York 10601

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

PLEASE TAKE NOTICE that the United States Bankruptcy Court for the Southern District of New York (the “Court”) has entered General Order M-543 to protect public health, and in recognition of the national emergency that was declared by the President of the United States on March 13, 2020, the Court provided that all conferences scheduled to be held in the courthouse comprising the White Plains Division of the Bankruptcy Court will be conducted through Zoom. All attorneys, witnesses and parties wishing to appear at, or attend, a telephonic hearing or conference must contact the Court at (914) 467-7250 to register for attendance at the Hearing. Pro se parties may participate in the hearing free of charge using Zoom.

I. UNCONTESTED MATTERS:

1. Joint Motion of Debtors and Official Committee of Unsecured Creditors for Entry of an Order Approving Settlement Agreements, Granting Certain Related Relief, and Authorizing Certain Nonmaterial Plan Modifications in Furtherance of the Effective Date of the Plan [ECF No. 10566]

Response Deadline: August 23, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed:

- A. Cyrus Capital Partners, L.P.’s Reservation of Rights [ECF No. 10596]
- B. Relator Carl Irelands Statement and Reservation of Rights [ECF No. 10599]
- C. Orient Craft Limited’s Reservation of Rights [ECF No. 10602]

Related Documents:

- D. Declaration of Patrick Bartels in Support of Joint Motion [ECF No. 10567]
- E. Declaration of Brian J. Griffith in Support of Joint Motion [ECF No. 10568]
- F. Notice of Filing Amended Proposed Order [ECF No. 10614]
- G. Notice of Filing Amended Exhibit [ECF No. 10621]
- H. Notice of Filing Further Amended Proposed Order [ECF No. 10622]

Status: This matter is going forward on an uncontested basis.

2. Notice of Presentment of Stipulation Resolving the Oracle America, Inc. Administrative Claim **[ECF No. 10605]**

Response Deadline: August 30, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents: None

Status: This matter will be presented to the Court for signature.

3. Application of Ad Hoc Group of Admin Claimants Pursuant to 11 U.S.C. §§ 503(b)(1), 503(b)(3)(D) and 503(b)(4) for Allowance and Reimbursement of Reasonable Professional Fees and Actual, Necessary Expenses in Making a Substantial Contribution in These Chapter 11 Cases **[ECF No. 10580]**

Response Deadline: August 24, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Relator Carl Irelands Statement and Reservation of Rights **[ECF No. 10599]**

Related Documents:

- B. Declaration by Andrew Thau in Support **[ECF No. 10581]**
C. Declaration by Bryant Oberg in Support **[ECF No. 10582]**
D. Declaration by Vladimir Jelisavcic in Support **[ECF No. 10583]**

Status: This matter is going forward on an uncontested basis.

II. INTERIM FEE MATTERS:

4. Tenth Application of Weil, Gotshal & Manges LLP, as Attorneys for the Debtors, for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from November 1, 2021 through and including February 28, 2022 **[ECF No. 10401]**

Response Deadline: May 16, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing **[ECF No. 10406]**
B. Fee Examiner's Eighth Status Report **[ECF No. 10440]**

C. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

5. Tenth Interim Fee Application of Akin Gump Strauss Hauer & Feld LLP as Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of November 1, 2021 through and including February 28, 2022 **[ECF No. 10398]**

Response Deadline: May 16, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing **[ECF No. 10406]**
- B. Fee Examiner's Eighth Status Report **[ECF No. 10440]**
- C. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10443]**
- D. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

6. Tenth Interim Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al. for Interim Allowance of Compensation and Reimbursement of Expenses for the Period from November 1, 2021 through February 28, 2022 **[ECF No. 10399]**

Response Deadline: May 16, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing **[ECF No. 10406]**
- B. Fee Examiner's Eighth Status Report **[ECF No. 10440]**
- C. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

7. Seventh Interim Fee Application of Herrick, Feinstein LLP as Special Conflicts Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of November 1, 2021 through February 28, 2022 **[ECF No. 10396]**

Response Deadline: May 16, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing **[ECF No. 10406]**
- B. Fee Examiner's Eighth Status Report **[ECF No. 10440]**
- C. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

8. Combined Monthly and Tenth Interim Fee Application of Kroll Restructuring Administration LLC, as Administrative Agent to the Debtors, for Services Rendered and Reimbursement Of Expenses For (I) The Combined Monthly Fee Period From January 1, 2022 through February 28, 2022 and (II) the Interim Fee Period of November 1, 2021 through February 28, 2022 **[ECF No. 10397]**

Response Deadline: May 16, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing **[ECF No. 10406]**
- B. Fee Examiner's Eighth Status Report **[ECF No. 10440]**
- C. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

9. Ninth Joint Application of Paul E. Harner, as Fee Examiner and Ballard Spahr LLP, as Counsel to the Fee Examiner for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from November 1, 2021 through February 28, 2022 **[ECF No. 10409]**

Response Deadline: May 19, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Supplemental Notice of Hearing [ECF No. 10410]
- B. Fee Examiner's Eighth Status Report [ECF No. 10440]
- C. Notice of Filing of Proposed Order [ECF No. 10612]

Status: This matter is going forward on an uncontested basis.

10. Fourth Interim Fee Application of Moritt Hock & Hamroff LLP as Special Conflicts Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of March 1, 2021 Through September 30, 2021 [ECF No. 10217]

Response Deadline: May 19, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Supplemental Notice of Hearing [ECF No. 10411]
- B. Fee Examiner's Eighth Status Report [ECF No. 10440]
- C. Notice of Filing of Proposed Order [ECF No. 10612]

Status: This matter is going forward on an uncontested basis.

11. Fourth Interim Fee Application of Deloitte Tax LLP for Compensation for Services Rendered as Tax Services Provider from November 1, 2019 through March 31, 2020 [ECF No. 10433]

Response Deadline: June 15, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing [ECF No. 10442]
- B. Fee Examiner's Eighth Status Report [ECF No. 10440]
- C. Notice of Filing of Proposed Order [ECF No. 10612]

Status: This matter is going forward on an uncontested basis.

12. Fifth Interim Fee Application of Deloitte Tax LLP for Compensation for Services Rendered as Tax Services Provider from April 1, 2020 through December 31, 2021 [ECF No. 10434]

Response Deadline: June 15, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing [ECF No. 10442]
- B. Fee Examiner's Eighth Status Report [ECF No. 10440]
- C. Notice of Filing of Proposed Order [ECF No. 10612]

Status: This matter is going forward on an uncontested basis.

III. FINAL FEE MATTERS:

13. Eleventh Interim and Final Application of Weil, Gotshal & Manges LLP, as Attorneys for Debtors, for Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred for (I) the Eleventh Interim Compensation Period of March 1, 2022 through and including June 30, 2022 and (II) the Final Compensation Period of October 15, 2018 through and including June 30, 2022 [ECF No. 10574]

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed:

- A. Orient Craft Limited's Objection [ECF No. 10602]
- B. Kingdom Seekers Inc.'s Objection [ECF No. 10606]
- C. Administrative Expense Claims Representative's Reservation of Rights [ECF No. 10607]

Related Document:

- D. Notice of Hearing [ECF No. 10578]
- E. Notice of Filing of Proposed Order [ECF No. 10612]
- F. Fee Examiner's Statement [ECF No. 10608]

Status: This matter is going forward on a contested basis.

14. Final Fee Application of Wollmuth Maher & Deutsch LLP as Co-Counsel to Official Retirees Committee for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred for the Period July 9, 2019 through May 13, 2022 **[ECF No. 10452]**

Response Deadline: June 22, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing **[ECF No. 10460]**
- B. Fee Examiner's Report **[ECF No. 10499]**
- C. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

15. Final Fee Application of Law Offices of Michael M. Mulder as Co-Counsel to Official Retirees Committee for Allowance of Compensation for Professional Services Rendered for the Period July 9, 2019 through May 13, 2022 **[ECF No. 10453]**

Response Deadline: June 22, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents:

- A. Notice of Hearing **[ECF No. 10460]**
- B. Fee Examiner's Report **[ECF No. 10499]**
- C. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

16. Combined Interim and Final Fee Application of Kroll Restructuring Administration LLC, as Administrative Agent to the Debtors, for Allowance of Compensation for Services and Reimbursement of Expenses for (I) the Interim Fee Period From March 1, 2022 through June 30, 2022; and (II) the Final Fee Period from October 15, 2018 through June 30, 2022 **[ECF No. 10564]**

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10607]**

Related Documents:

- B. Notice of Hearing **[ECF No. 10578]**
- C. Fee Examiner's Statement **[ECF No. 10608]**
- D. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

- 17. Eleventh Interim and Final Fee Application of Akin Gump Strauss Hauer & Feld LLP as Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of October 24, 2018 through and including June 30, 2022 **[ECF No. 10569]**

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed:

- A. Orient Craft Limited's Objection **[ECF No. 10602]**
- B. Kingdom Seekers Inc.'s Objection **[ECF No. 10606]**
- C. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10607]**

Related Documents:

- D. Notice of Hearing **[ECF No. 10578]**
- E. Fee Examiner's Statement **[ECF No. 10608]**
- F. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on a contested basis.

- 18. Final Application for Allowance of Compensation and Reimbursement of Expenses by Moritt Hock & Hamroff LLP as Special Conflicts Counsel to the Official Committee of Unsecured Creditors for the Period of January 2, 2020 through September 30, 2021 **[ECF No. 10570]**

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10607]**

Related Documents:

- B. Notice of Hearing **[ECF No. 10578]**
- C. Fee Examiner's Statement **[ECF No. 10608]**
- D. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

- 19. Final Fee Application of Paul, Weiss, Rifkind, Wharton & Garrison LLP, Attorneys for the Debtors and Debtors in Possession, for the Period from October 15, 2018 through and including July 31, 2022 **[ECF No. 10571]**

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10607]**

Related Documents:

- B. Notice of Hearing **[ECF No. 10578]**
- C. Fee Examiner's Statement **[ECF No. 10608]**
- D. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

- 20. Eighth Interim and Final Application of Herrick, Feinstein LLP as Special Conflicts Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of January 2, 2019 through June 30, 2022 **[ECF No. 10572]**

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10607]**

Related Documents:

- B. Notice of Hearing [ECF No. 10578]
- C. Fee Examiner's Statement [ECF No. 10608]
- D. Notice of Filing of Proposed Order [ECF No. 10612]

Status: This matter is going forward on an uncontested basis.

- 21. Fee Application of Young Conaway Stargatt & Taylor, LLP, as Conflicts Counsel for the Debtors for the Fourth Interim Period from November 1, 2019 through June 30, 2022, and the Final Period from October 15, 2018 through June 30, 2022 [ECF No. 10573]

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights [ECF No. 10607]

Related Documents:

- B. Notice of Hearing [ECF No. 10578]
- C. Fee Examiner's Statement [ECF No. 10608]
- D. Notice of Filing of Proposed Order [ECF No. 10612]

Status: This matter is going forward on an uncontested basis.

- 22. Final Fee Application of Deloitte Tax LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Tax Services Provider from October 15, 2018 through June 30, 2022 [ECF No. 10575]

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights [ECF No. 10607]

Related Documents:

- B. Notice of Hearing [ECF No. 10578]
- C. Fee Examiner's Statement [ECF No. 10608]

D. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

23. Tenth Interim and Final Joint Application of Paul E. Harner, as Fee Examiner and Ballard Spahr LLP, as Counsel to the Fee Examiner for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred for the Tenth Interim Period from March 1, 2022 through June 30, 2022 and the Final Period from April 22, 2019 through June 30, 2022 **[ECF No. 10576]**

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10607]**

Related Documents:

- B. Notice of Hearing **[ECF No. 10578]**
C. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

24. Final Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al. for Final Allowance of Compensation and Reimbursement of Expenses for the Period from October 25, 2018 through June 30, 2022 **[ECF No. 10577]**

Response Deadline: August 26, 2022 at 4:00 p.m. (Eastern Time)

Response Filed:

- A. Administrative Expense Claims Representative's Reservation of Rights **[ECF No. 10607]**

Related Documents:

- B. Notice of Hearing **[ECF No. 10578]**
C. Fee Examiner's Statement **[ECF No. 10608]**
D. Notice of Filing of Proposed Order **[ECF No. 10612]**

Status: This matter is going forward on an uncontested basis.

IV. ADJOURNED MATTERS:

25. Kmart Holding Corporation v. Grace and Stone Construction Company of Greenville [Adversary Proceeding No. 19-08432]

Order to Show Cause

Related Documents:

- A. Adversary Complaint [ECF No. 1]
- B. Summons [ECF No. 2]
- C. Answer to Adversary Complaint [ECF No. 5]
- D. Motion to Strike [ECF No. 6]
- E. Order to Show Cause [ECF No. 7]
- F. Amended Order to Show Case [ECF No. 9]

Status: This matter has been adjourned to a date to be determined.

26. Motion of the Official Committee of Unsecured Creditors for Entry of an Order Pursuant to Bankruptcy Code Sections 105, 362, 364 and 1142 and Bankruptcy Rules 3020(d), 4001 and 9014 Authorizing Entry by the Debtors' Estates into the Litigation Funding Arrangement with Bench Walk 21p, L.P. [ECF No. 10407]

Response Deadline: July 20, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed:

- A. Limited Objection of Relator Carl Ireland [ECF No. 10484]
- B. Objection of Mien Co. Ltd., *et al.* [ECF No. 10485]
- C. Objection of Wilmington Trust, NA [ECF No. 10486]
- D. Response and Reservation of Rights of Whitebox Multi-Strategy Partners, LP [ECF No. 10489]
- E. Objection of Orient Craft Limited [ECF No. 10490]

Related Documents:

- F. Notice of Continued Assignment [ECF No. 10513]

G. Notice of Adjournment of Hearing [ECF No. 10531]

Status: This matter has been adjourned to a date to be determined.

27. Debtors' (A) Objection to Claim 26186 of Texas Comptroller of Public Accounts on Behalf of the State of Texas and Local Sales Tax Jurisdictions, and (B) Motion for Turnover of Property of the Estate and Application of Funds Owed to Debtors in Satisfaction of Claims 20615, 26368, 20373, and 20614, or, in the Alternative, (C) Motion for an Order, Pursuant to Sections 105(a) and 502(c) of the Bankruptcy Code, Estimating Claims [ECF No. 10461]

Response Deadline: June 17, 2022 at 4:00 p.m. (Eastern Time)

Responses Filed: None.

Related Documents: None.

Status: This matter is has been adjourned to a date to be determined.

Dated: August 31, 2022
New York, New York

/s/ Garrett A. Fail
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Ray C. Schrock, P.C.
Garrett A. Fail
Sunny Singh
Jared R. Friedmann

*Attorneys for Debtors and
Debtors in Possession*